

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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: **Chapter 11 Case No.**
: **11-15463 (SHL)**
: **(Jointly Administered)**
: **Debtors.**
: **(Jointly Administered)**
: **(Jointly Administered)**
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**NOTICE OF MATTERS SCHEDULED FOR
OCTOBER 16, 2013 AT 11:00 A.M. (EASTERN TIME)
(THIRTY-SEVENTH OMNIBUS HEARING)**

**Location of Hearing: United States Bankruptcy Court for the Southern District of
New York, Alexander Hamilton U.S. Custom House, before the
Honorable Sean H. Lane, United States Bankruptcy Judge,
Courtroom 701, One Bowling Green, New York, NY 10004-1408**

I. UNCONTESTED MATTERS

1. Motion of Debtors for Order Pursuant to 11 U.S.C. §§ 105(a), 362, 364, 503(b) and 507 and Fed. R. Bankr. P. 4001 (I) Authorizing Debtors to Obtain Postpetition Secured First Priority Aircraft Financing and Grant Security Interests and Liens With Respect Thereto and (II) Granting Related Relief (**ECF No. 10251**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents:

- A. Motion for an Order Pursuant to 11 U.S.C. §§ 105(a) and 107(b) and Fed. R. Bankr. P. 9018 Authorizing the Filing of Certain Information Under Seal in Connection with Motion of Debtors for Order Pursuant to 11 U.S.C. §§ 105(a), 362, 364, 503(b) and 507 and Fed. R. Bankr. P. 4001 (I) Authorizing Debtors to Obtain Postpetition Secured First Priority Aircraft Financing and Grant Security Interests and Liens With Respect Thereto and (II) Granting Related Relief (**ECF No. 10252**)

Status: This matter is going forward.

2. Motion for an Order Pursuant to 11 U.S.C. §§ 105(a) and 107(b) and Fed. R. Bankr. P. 9018 Authorizing the Filing of Certain Information Under Seal in Connection with Motion of Debtors for Order Pursuant to 11 U.S.C. §§ 105(a), 362, 364, 503(b) and 507 and Fed. R. Bankr. P. 4001 (I) Authorizing Debtors to

Obtain Postpetition Secured First Priority Aircraft Financing and Grant Security Interests and Liens With Respect Thereto and (II) Granting Related Relief (**ECF No. 10252**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents:

- A. Motion of Debtors for Order Pursuant to 11 U.S.C. §§ 105(a), 362, 364, 503(b) and 507 and Fed. R. Bankr. P. 4001 (I) Authorizing Debtors to Obtain Postpetition Secured First Priority Aircraft Financing and Grant Security Interests and Liens With Respect Thereto and (II) Granting Related Relief (**ECF No. 10251**)

Status: This matter is going forward.

II. INTERIM FEE APPLICATIONS

- 1. First Interim Application of Jones Day for Allowance of Compensation for Services Rendered and for Reimbursement of Actual and Necessary Expenses Incurred as Special Counsel to the Debtors for the Period March 13, 2013 through March 31, 2013 (**ECF No. 8173**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents:

- A. Fee Examiner's Supplemental Consolidated Final Report Pertaining to (I) The Interim Fee Applications of Certain Retained Professionals for the Period From December 1, 2012 Through March 31, 2013 and (II) Certain Additional Fee Applications (**ECF No. 10275**)

Status: This matter is going forward.

- 2. Second Application of Grant Thornton, LLP, as Consultants for the Debtors, for Interim Allowance of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred from February 2, 2013 through March 31, 2013 (**ECF No. 8440**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents:

- A. Fee Examiner's Supplemental Consolidated Final Report Pertaining to (I) The Interim Fee Applications of Certain Retained Professionals for the

Period From December 1, 2012 Through March 31, 2013 and (II) Certain
Additional Fee Applications (**ECF No. 10275**)

Status: This matter is going forward.

3. Third Interim Application of Ford Harrison LLP, Special Labor and
Employment Counsel to the Debtors and Debtors in Possession, for Allowance
of Compensation and Reimbursement of Expenses for the Period from
December 1, 2012 through March 31, 2013 (**ECF No. 7924**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents:

- A. Fee Examiner's Supplemental Consolidated Final Report Pertaining to (I)
The Interim Fee Applications of Certain Retained Professionals for the
Period From December 1, 2012 Through March 31, 2013 and (II) Certain
Additional Fee Applications (**ECF No. 10275**)

Status: This matter is going forward.

4. Third Interim Application of Rothschild Inc. as Financial Advisor and
Investment Banker for the Debtors and Debtors in Possession for Allowance
and Payment of Compensation for Professional Services Rendered and
Reimbursement of Actual and Necessary Expenses Incurred August 1, 2012
through November 30, 2012 (**ECF No. 6447**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents:

- A. Fee Examiner's Supplemental Consolidated Final Report Pertaining to (I)
The Interim Fee Applications of Certain Retained Professionals for the
Period From December 1, 2012 Through March 31, 2013 and (II) Certain
Additional Fee Applications (**ECF No. 10275**)

Status: This matter is going forward.

5. Fourth Fee Application of Debevoise & Plimpton LLP, as Special Aircraft
Attorneys for the Debtors, for Interim Allowance and Compensation for
Professional Services Rendered and Reimbursement of Actual and Necessary
Expenses Incurred From December 1, 2012 Through March 31, 2013 (**ECF No.
8534**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents:

- A. Fee Examiner's Supplemental Consolidated Final Report Pertaining to (I) The Interim Fee Applications of Certain Retained Professionals for the Period From December 1, 2012 Through March 31, 2013 and (II) Certain Additional Fee Applications (**ECF No. 10275**)

Status: This matter is going forward.

6. Fourth Interim Fee Application of Deloitte Financial Advisory Services LLP for Compensation for Services Rendered and Reimbursement of Expenses as Consultants from December 1, 2012 through March 31, 2013 (**ECF No. 8392**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents:

- A. Fee Examiner's Supplemental Consolidated Final Report Pertaining to (I) The Interim Fee Applications of Certain Retained Professionals for the Period From December 1, 2012 Through March 31, 2013 and (II) Certain Additional Fee Applications (**ECF No. 10275**)

Status: This matter is going forward.

7. Fourth Interim Application of Ernst & Young LLP, Auditor for the Debtors and Debtors in Possession, for Allowance and Payment of Compensation for Professional Services and Reimbursement of Actual and Necessary Expenses Incurred from December 1, 2012 through March 31, 2013 (**ECF No. 8498**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents:

- A. Fee Examiner's Supplemental Consolidated Final Report Pertaining to (I) The Interim Fee Applications of Certain Retained Professionals for the Period From December 1, 2012 Through March 31, 2013 and (II) Certain Additional Fee Applications (**ECF No. 10275**)

Status: This matter is going forward.

8. Fourth Interim Application of Groom Law Group, Chartered as Special Employee Benefits Counsel to the Debtors and Debtors in Possession for Interim Allowance of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses Incurred from December 1, 2012 through March 31, 2013 (**ECF No. 8449**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents:

- A. Fee Examiner's Supplemental Consolidated Final Report Pertaining to (I) The Interim Fee Applications of Certain Retained Professionals for the Period From December 1, 2012 Through March 31, 2013 and (II) Certain Additional Fee Applications (**ECF No. 10275**)

Status: This matter is going forward.

- 9. Fourth Interim Application of Rothschild Inc. as Financial Advisor and Investment Banker for the Debtors and Debtors in Possession for Allowance and Payment of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred December 1, 2012 through March 31, 2013 (**ECF No. 8480**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents:

- A. Fee Examiner's Supplemental Consolidated Final Report Pertaining to (I) The Interim Fee Applications of Certain Retained Professionals for the Period From December 1, 2012 Through March 31, 2013 and (II) Certain Additional Fee Applications (**ECF No. 10275**)

Status: This matter is going forward.

- 10. Fourth Application of Weil, Gotshal & Manges LLP, as Attorneys for the Debtors, for Interim Allowance of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred from December 1, 2012 through March 31, 2013 (**ECF No. 8535**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents:

- A. Fee Examiner's Supplemental Consolidated Final Report Pertaining to (I) The Interim Fee Applications of Certain Retained Professionals for the Period From December 1, 2012 Through March 31, 2013 and (II) Certain Additional Fee Applications (**ECF No. 10275**)

Status: This matter is going forward.

- 11. Consolidated Application of Jones Day for Allowance of Compensation for Services Rendered and for Reimbursement of Actual and Necessary Expenses

Incurred as an Ordinary Course Professional for the Period November 1, 2012 through December 31, 2012 (**ECF No. 8505**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents:

- A. Fee Examiner's Supplemental Consolidated Final Report Pertaining to (I) The Interim Fee Applications of Certain Retained Professionals for the Period From December 1, 2012 Through March 31, 2013 and (II) Certain Additional Fee Applications (**ECF No. 10275**)

Status: This matter is going forward.

12. Consolidated Application of Jones Day for Allowance of Compensation for Services Rendered and for Reimbursement of Actual and Necessary Expenses Incurred as an Ordinary Course Professional for the Period January 1, 2013 through March 12, 2013 (**ECF No. 9031**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents:

- A. Fee Examiner's Supplemental Consolidated Final Report Pertaining to (I) The Interim Fee Applications of Certain Retained Professionals for the Period From December 1, 2012 Through March 31, 2013 and (II) Certain Additional Fee Applications (**ECF No. 10275**)

Status: This matter is going forward.

13. Third Interim Application of Bernstein, Shur, Sawyer & Nelson, P.A., Counsel to the Fee Examiner, for Allowance of Compensation and Reimbursement of Expenses for the Period from December 1, 2012 Through March 31, 2013 (**ECF No. 8352**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents: None to date.

Status: This matter is going forward.

14. Third Interim Application of Robert J. Keach, as Fee Examiner, for Allowance of Compensation and Reimbursement of Expenses for the Period from December 1, 2012 Through March 31, 2013 (**ECF No. 8369**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents: None to date.

Status: This matter is going forward.

III. OMNIBUS OBJECTIONS TO CLAIMS

1. Debtors' Eighty-Seventh Omnibus Objection to Claims (Reduce and Allow Supplier Claims/ Variance Greater than \$500 but Less than \$2,500) (**ECF No. 10090**)

Responses Filed: See Exhibit "A" annexed hereto.

Replies Filed: None to date.

Additional Documents:

- A. Declaration of Kathryn Koorennny Regarding Debtors' Eighty-Seventh through Ninety-First Omnibus Objection to Claims (**ECF No. 10095**)
- B. Notice of Withdrawal of Eighty-Seventh Omnibus Objection to Claims as to Certain Claims (Reduce and Allow Supplier Claims/ Variance Greater than \$500 but Less than \$2,500) (**ECF No. 10276**)

Status: This matter is going forward.

2. Debtors' Eighty-Eighth Omnibus Objection to Claims (Reduce and Allow Supplier Claims/ Variance Greater than \$2,500) (**ECF No. 10091**)

Responses Filed: See Exhibit "A" annexed hereto.

Replies Filed: None to date.

Additional Documents:

- A. Declaration of Kathryn Koorennny Regarding Debtors' Eighty-Seventh through Ninety-First Omnibus Objection to Claims (**ECF No. 10095**)
- B. Notice of Withdrawal of Eighty-Eighth Omnibus Objection to Claims as to Certain Claims (Reduce and Allow Supplier Claims/ Variance Over \$2,500) (**ECF No. 10277**)

Status: This matter is going forward.

3. Debtors' Eighty-Ninth Omnibus Objection to Claims (No Liability Supplier Claims) (**ECF No. 10092**)

Responses Filed: See Exhibit "A" annexed hereto.

Replies Filed: None to date.

Additional Documents:

- A. Declaration of Kathryn Koorennny Regarding Debtors' Eighty-Seventh through Ninety-First Omnibus Objection to Claims (**ECF No. 10095**)
- B. Notice of Withdrawal of Eighty-Ninth Omnibus Objection to Claims as to Claim No. 11412 (**ECF No. 10200**)
- C. Notice of Withdrawal of Eighty-Ninth Omnibus Objection to Claims as to Certain Claims (No Liability Supplier Claims) (**ECF No. 10278**)

Status: This matter is going forward.

- 4. Debtors' Ninetieth Omnibus Objection to Claims (Reclassification and Allowance of Wrong Debtor Claims) (**ECF No. 10093**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents:

- A. Declaration of Kathryn Koorennny Regarding Debtors' Eighty-Seventh through Ninety-First Omnibus Objection to Claims (**ECF No. 10095**)

Status: This matter is going forward.

- 5. Debtors' Ninety-First Omnibus Objection to Claims (Reclassification and Allowance of Wrong Debtor Claims) (**ECF No. 10094**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents:

- A. Declaration of Kathryn Koorennny Regarding Debtors' Eighty-Seventh through Ninety-First Omnibus Objection to Claims (**ECF No. 10095**)

Status: This matter is going forward.

IV. ADJOURNED MATTERS

- 1. Thirtieth Omnibus Motion of Debtors for Entry of Order Pursuant to 11 U.S.C. §§ 363(b), 363(m), 365(a), and 365(f), Fed. R. Bankr. P. 6006, and LBR 6006-1 Authorizing Assumption and Assignment of a Certain Unexpired Lease of Nonresidential Real Property (**ECF No. 9743**)

Responses Filed:

- A. Limited Objection of the Transport Workers Union of America to Thirtieth Omnibus Motion of Debtors for Entry of Order Pursuant to 11 U.S.C. §§ 363(b), 365(a), and 365(f), Fed. R. Bankr. P. 6006, and LBR 6006-1 Authorizing Assumption and Assignment of a Certain Unexpired Lease of Nonresidential Real Property and Reservation of Rights (**ECF No. 9896**)

Replies Filed: None to date.

Additional Documents:

- B. Notice of Further Adjournment of Hearing to Consider Thirtieth Omnibus Motion of Debtors for Entry of Order Pursuant to 11 U.S.C. §§ 363(b), 363(m), 365(a), and 365(f), Fed. R. Bankr. P. 6006, and LBR 6006-1 Authorizing Assumption and Assignment of a Certain Unexpired Lease of Nonresidential Real Property (AllianceAirport Authority) (**ECF No. 10279**)

Status: This matter is adjourned to October 29, 2013 at 11:00 a.m. (Eastern Time).

2. Final Application of Dewey & LeBoeuf LLP, Debtor in Possession, as Special Counsel for the Debtors, for Allowance of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred from November 29, 2011 through May 19, 2012 (**ECF No. 4211**)

Responses Filed:

- A. Objection of Debtors to Final Application of Dewey & Leboeuf LLP, as Special Counsel for the Debtors, for Allowance of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred from November 29, 2011 through May 19, 2012 (**ECF No. 10043**)

Replies Filed:

- B. Response of the Dewey & Leboeuf LLP Secured Lender Trust to the Objection of Debtors to Final Application of Dewey & Leboeuf LLP, as Special Counsel for the Debtors, for Allowance of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred From November 29, 2011 through May 19, 2012 (**ECF No. 10074**)

Additional Documents: None to date.

Status: This matter is adjourned to December 12, 2013 at 11:00 a.m.

3. First Application for Interim Professional Compensation of Heidrick & Struggles, Inc. for Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred as Consultant for

the Official Committee of Unsecured Creditors for the Period from February 13, 2013 through March 31, 2013 (**ECF No. 8522**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents: None to date.

Status: This matter is adjourned to December 12, 2013 at 11:00 a.m.

4. Second Interim Application of Cooley LLP, Special Counsel for the Debtors and Debtors-In-Possession, for Compensation and Reimbursement of Expenses Incurred for the Period from August 1, 2012 through November 30, 2012 (**ECF No. 6495**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents: None to date.

Status: This matter is adjourned to December 12, 2013 at 11:00 a.m.

5. Third Interim Application of Cooley LLP, Special Counsel for the Debtors and Debtors-In-Possession, for Compensation and Reimbursement of Expenses Incurred for the Period from December 1, 2012 through March 31, 2013 (**ECF No. 8386**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents: None to date.

Status: This matter is adjourned to December 12, 2013 at 11:00 a.m.

6. Third Interim Fee Application of Jenner & Block LLP for Allowance of Compensation for Services Rendered and Reimbursement of Expenses Incurred as Counsel for the Retiree Committee for the Period from December 1, 2012 through March 31, 2013 (**ECF No. 8242**)

Responses Filed:

- A. Objection of Debtors to Third Interim Application of Jenner & Block LLP for Allowance of Compensation for Services Rendered and Reimbursement of Expenses Incurred as Counsel for the Retiree Committee for the Period from December 1, 2012 through March 31, 2013 (**ECF No. 10045**)

Replies Filed:

- B. Jenner & Block LLPs Reply to the Debtors Objection to the Third Interim Application of Jenner & Block LLP for Allowance of Compensation for Services Rendered and Reimbursement of Expenses Incurred as Counsel for the Retiree Committee for the Period from December 1, 2012 through March 31, 2013 (**ECF No. 10063**)

Additional Documents: None to date.

Status: This matter is adjourned to the date on which a hearing is held to consider the final fee application of Jenner & Block LLP.

7. Fourth Interim Fee Application of SkyWorks Capital, LLC, Aircraft Restructuring Advisor, for Allowance of Compensation and Reimbursement of Expenses for the Period December 1, 2012 through March 31 2013 (**ECF No. 8976**)

Responses Filed: None to date.

Replies Filed: None to date.

Additional Documents: None to date.

Status: This matter is adjourned to the date on which a hearing is held to consider the final fee application of SkyWorks Capital, LLC.

Dated: New York, New York
October 11, 2013

/s/ Alfredo R. Pérez

Stephen Karotkin
Alfredo R. Pérez
Stephen A. Youngman

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

Attorneys for Debtors
and Debtors in Possession

EXHIBIT A

RESPONSES TO OMNIBUS OBJECTIONS TO CLAIMS

October 16th Hearing- 87th through 91st Omnibus Objection Responses

Eighty-Seventh Omnibus Objection (Reduce and Allow Supplier Claims/ \$500-\$2,500) (ECF No. 10090)

Creditor Name	ECF No.	Claim Number	Status	Adjourned Hearing Date
ATR North America Inc.	Informal	5941	Objection withdrawn	
Bowery Opportunity Fund LP	Informal	4577, 6917, 6935, 6963, 6964, 11389	Adjourned	November 12
City Utilities of Springfield	Informal	3760	Objection Withdrawn	
Claims Recovery Group (Doubletree Hotel)	Informal	1050-B	Objection Withdrawn	
Click Here Inc	10267	6606	Objection Withdrawn	
Fritsch Family Partners LLC, dba Clarion Hotel & Convention Center	Informal	5047	Objection Withdrawn	
Sierra Liquidity Fund	Informal	13276, 2300-B	Objection Withdrawn	

Eighty-Eighth Omnibus Objection (Reduce and Allow Supplier Claims/ Variance Over \$2,500) (ECF No. 10091)

Creditor Name	ECF No.	Claim Number	Status	Adjourned Hearing Date
Bowery Opportunity Fund LP	Informal	6918, 6919, 7252, 9184, 9186	Adjourned	November 12
Claims Recovery Group	Informal	2117, 2656	Objection withdrawn	
Property Paving, Inc.	Informal	3561	Objection withdrawn	
Riverside Claims LLC	Informal	13136	Adjourned	To be determined
Sierra Liquidity Fund	Informal	4533	Objection withdrawn	

Eighty-Ninth Omnibus Objection (No Liability Supplier Claims) (ECF No. 10092)

Creditor Name	ECF No.	Claim Number	Status	Adjourned Hearing Date
Bowery Opportunity Fund, L.P.	Informal	6937	Objection withdrawn	
Marriott International	Informal	912, 916	Objection withdrawn	
Marriott International	Informal	923	Adjourned	To be determined
Riverside Claims	Informal	5181	Adjourned	To be determined